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**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:	Case No. 16-10992 (SMB)
SUNEDISON, INC., <i>et al.</i> ,	Chapter 11
Debtors. ¹	(Joint Administration Pending)

SCANIO FAMILY LTD.'S JOINDER TO WESTCHESTER FIRE INSURANCE COMPANY'S AND PNC ENERGY CAPITAL'S OBJECTIONS TO DEBTORS' MOTION FOR ORDER PURSUANT TO BANKRUPTCY CODE SECTIONS 105(a), 363(b), AND 541(a) AND BANKRUPTCY RULES 2002, 6004 AND 9006 AUTHORIZING AND APPROVING PROCEDURES FOR (A) THE SALE OR TRANSFER OF ASSETS OF NON-DEBTOR SUBSIDIARIES; (B) THE SALE OR TRANSFER OF DE MINIMIS ASSETS; AND (C) TAKING CORPORATE ACTION IN CONNECTION THEREWITH

SCANIO FAMILY LTD. ("Scanio") by and through its counsel of record, Fairfield and Woods, P.C., in the above captioned cases, hereby joins Westchester Fire Insurance Company and PNC Energy Capital LLC in their Objections to Debtors' Motion for Order Pursuant to Bankruptcy Code Sections 105(a), 363(b), and 541(a) and bankruptcy rules 2002, 6004 and 9006 authorizing and approving procedures for (a) the sale or transfer of assets of non-debtor

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The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (0994); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (6443); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team-Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A). The address of the Debtors' corporate headquarters is 13736 Riverport Dr., Maryland Heights, Missouri 63043.

subsidiaries; (b) the sale or transfer of de minimis assets; and (c) taking corporate action in connection therewith.

Adequate time and proper notice must be given to all interested parties and any order must be clear that it does not alter any provisions of existing contracts or leases entered into by affiliated non-debtor entities including any applicable consent to sale or assignment provisions. The current proposed order fails to provide these basic protections. This would include notice to entities, such as Scanio, that have leased real property to affiliated non-debtor entities where projects are currently under construction.

Dated this 31st day of May, 2016.

/s/ Matthew S. Rork

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CERTIFICATE OF MAILING

The undersigned hereby certifies that on this 31st day of May, 2016, a true and correct copy of the foregoing was sent by ICCES e-service, electronic mail, or U.S. regular first class mail postage pre-paid as so indicated as follows:

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(u)D & G Yardley Family Enterprises LLC

(u)D.E. Shaw CF-SP Series 1 MWP Acquisition,

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(u)Scanio Family Ltd. (u)Senniger Powers (u)Siemens Corp. and certain of its affiliate

(u)Solar Prime LLC (u)Special Renewable Energy Counsel for the O (u)SunFusion Solar Electric, Inc.,

(u)SunPower Corporation (u)Tata America International Corporation d/b (u)Texas Comptroller of Public Accounts and T

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(u)Vogt Solar Limited (u)WELLS FARGO BANK, N.A. (u)WF-SE I Solar Statutory Trust

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(u)Wells Fargo Equipment Finance, Inc.

(u)Westchester Fire Insurance Company

(u)Wilmington Trust Company, solely in its ca

(u)Wilmington Trust, National Association

(u)Wilmington Trust, National Association, so

(u)9025 N Lindbergh Dr, Peoria, IL 61615

(u)ACE American Insurance Company
Westchester Fire Insurance Company

(d)BOKF, N.A., as Indenture Trustee
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(u)Glenview Entities

(u)Matthew G. Bouslog
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(u)Michael A. Rosenthal
(Interested Party)

(u)Omega Entities

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